

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Investools Inc.		02/13/2007	CORPORATION:
Prophet Financial Systems, Inc.		02/13/2007	CORPORATION:
Thinkorswim Technologies, Inc.		02/13/2007	CORPORATION:
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, as Collateral Agent		
Street Address:	270 Madison Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	Bank:		
PROPERTY NUMBERS Total: 43			
Property Type	Number	Word Mark	
Registration Number:	2028670	INVESTTOOLS	
Registration Number:	2134871	WALL STREET CITY	
Registration Number:	2528700	5 STEP ONLINE INVESTING FORMULA	
Registration Number:	2584528	ZIASUN	
Registration Number:	2587381	ZIASUN	
Registration Number:	2653231	SECRETS TO ONLINE INVESTING	
Registration Number:	2827017	TURBOSEARCH	
Registration Number:	2697796	MAKING MONEY IN THE STOCK MARKET IS NOW AS EASY AS 1, 2, 3	
Registration Number:	2706960	AUTOANALYZER	
Registration Number:	2706961	TECHSIGNALS	
Registration Number:	2723809	INVESTTOOLS	
Registration Number:	2723810	INVESTTOOLS	

CH \$1090.00 2028670

Registration Number:	2741378	INVESTTOOLS
Registration Number:	3198623	INVESTTOOLS INVESTOR EDUCATION
Registration Number:	3201419	INVESTTOOLS CURRENCY TRADER
Registration Number:	3201422	INVESTTOOLS CURRENCY TRADER
Registration Number:	3201423	INVESTTOOLS INVESTOR EDUCATION
Registration Number:	2323525	PROPHETCHARTS
Registration Number:	2323607	TDC
Registration Number:	2337735	PROPHETDIRECT
Registration Number:	2345496	THE DAILY PROPHET
Registration Number:	2347154	CHARTS2GO
Registration Number:	2408594	PROPHETSTATION
Registration Number:	2434105	CHART TOPPERS
Registration Number:	2434106	SNAPCHARTS
Registration Number:	2440588	GET WIRED TO THE MARKET
Registration Number:	2461897	THE BAR-SO-FAR
Registration Number:	2550134	CHARTSTREAM
Registration Number:	2578795	PROPHET LIVE
Registration Number:	2583058	PROPHETFINANCE.COM
Registration Number:	2665034	SEIZE THE TRADE
Registration Number:	2732314	PROPHET.NET
Registration Number:	2853942	CHARTSCOPE
Registration Number:	3176819	PROPHET
Registration Number:	2568003	THINKORSWIM
Registration Number:	2914755	THINKANYWHERE
Serial Number:	77076399	INVESTTOOLS
Serial Number:	77076402	INVESTTOOLS
Serial Number:	78753620	5-STEP INVESTING FORMULA
Serial Number:	78928154	INVESTOR TOOLBOX
Serial Number:	76550686	TOS LIQUID
Serial Number:	76561375	TOSLIQUID
Serial Number:	78926499	THINKPIPES

CORRESPONDENCE DATA

Fax Number: (866)459-2899

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

TRADEMARK
REEL: 003496 FRAME: 0964

Phone: 202-783-2700
Email: oleh.hereliuk@federalresearch.com
Correspondent Name: CBCInnovis dba Federal Research
Address Line 1: 1023 Fifteenth Street, NW, Ste 401
Address Line 2: attn: Oleh Hereliuk
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	2028670
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NAME OF SUBMITTER:	LaKeeshia Saunders
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Signature:	/LS/
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Date:	03/09/2007
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Total Attachments: 17

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

 U.S. DEPARTMENT OF COMMERCE
 U.S. Patent and Trademark Office

Tab settings ⇨ ⇨ ⇨ ▼ ▼ ▼ ▼ ▼ ▼ ▼

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

 Investools Inc.
 Prophet Financial Systems
 thinkorswim, Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State
☐ Other

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other

Execution Date: February 13, 2007

2. Name and address of receiving party(ies)

Name: JPMorgan Chase Bank, N.A., as Collateral Agent

Internal

Address: _____

Street Address: 270 Madison Avenue

City: New York State: NY Zip: 10017

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☐ Corporation-State _____
☒ Other Bank _____

 If assignee is not domiciled in the United States, a domestic
 representative designation is attached: ☐ Yes ☒ No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

PLEASE SEE ATTACHED

B. Trademark Registration No.(s)

PLEASE SEE ATTACHED

Additional number(s) attached ☒ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Oleh Herehuk

Internal Address: Federal Research Corporation

Street Address: 1023 15th Street, NW

Suite 401

City: Washington State: DC Zip: 20005

6. Total number of applications and registrations involved:

43

7. Total fee (37 CFR 3.41).....\$ _____

- ☐ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

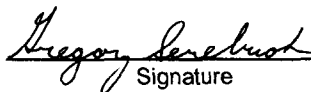
DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Greg Serebuoh

Name of Person Signing



Signature

3/8/2006

Date

Total number of pages including cover sheet, attachments, and document:

17

 Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

TRADEMARK SECURITY AGREEMENT, dated as of February 13, 2007, among INVESTTOOLS INC. (the "Borrower"), the subsidiaries of the Borrower listed on Schedule I hereto (the "Subsidiary Parties") and JPMORGAN CHASE BANK ("JPMCB"), as Collateral Agent (in such capacity, the "Collateral Agent").

Reference is made to the Guarantee and Collateral Agreement dated as of February 13, 2007 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), among the Borrower, the Subsidiaries of the Borrower listed on Schedule I thereto, and the Collateral Agent. The Lenders (as defined below) have agreed to extend credit to the Borrower subject to the terms and conditions set forth in the Credit Agreement dated as of February 13, 2007 (as amended, supplemented or otherwise modified from time to time (the "Credit Agreement")) by and among the Borrower, the lenders from time to time party thereto (the "Lenders") and JPMCB, as administrative agent. The obligations of the Lenders to extend such credit are conditioned upon, among other things, the execution and delivery of this Agreement. The Subsidiary Parties are affiliates of the Borrower, will derive substantial benefits from the extension of credit to the Borrower pursuant to the Credit Agreement and are willing to execute and deliver this Agreement in order to induce the Lenders to extend such credit. Accordingly, the parties hereto agree as follows:

SECTION 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Security Agreement. The rules of construction specified in Section 1.01(b) of the Security Agreement also apply to this Agreement.

SECTION 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Obligations, each Grantor, pursuant to the Security Agreement, did and hereby does grant to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest in, all right, title or interest in or to any and all of the following assets and properties now owned or at any time hereafter acquired by such Grantor or in which such Grantor now has or at any time in the future may acquire any right, title or interest (collectively, the "Trademark Collateral"):

(a) all trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade styles, trade dress, logos, other source or business identifiers, designs and general intangibles of like nature, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all registration and recording applications filed in connection therewith, including registrations and registration applications in the United States Patent and Trademark Office or any similar offices in any State of the United States or any other country or any political subdivision thereof, and all extensions or renewals thereof, including those listed on Schedule II (the "Trademarks");

(b) all goodwill associated with or symbolized by the Trademarks; and

(c) all assets, rights and interests that uniquely reflect or embody the Trademarks.

SECTION 3. Security Agreement. The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Security Agreement, the terms of the Security Agreement shall govern.

[signatures follow]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

INVESTTOOLS INC.,

by

Name:

Title:

JPMORGAN CHASE BANK, as
Collateral Agent,

by

Name:

Title: Stephen Zajac
Senior Vice President

[signatures follow]

SIGNATURE PAGE TO
INVESTTOOLS INC.
TRADEMARK SECURITY AGREEMENT

{[2679415]}

TRADEMARK
REEL: 003496 FRAME: 0969

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

INVESTTOOLS INC.,

by



Name:

Title:

JPMORGAN CHASE BANK, as
Collateral Agent,

by

Name:

Title:

[signatures follow]

SIGNATURE PAGE TO
INVESTTOOLS INC.
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK
REEL: 003496 FRAME: 0970

PROPHET FINANCIAL SYSTEMS, INC.,

by

A handwritten signature in cursive script, appearing to read "J. Labne", is written over a horizontal line.

Name:

Title:

SIGNATURE PAGE TO
INVESTTOOLS INC.
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK
REEL: 003496 FRAME: 0971

ONLINE INVESTORS ADVANTAGE
INCORPORATED,

by

J. Dalane

Name:

Title:

SIGNATURE PAGE TO
INVESTTOOLS INC.
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK
REEL: 003496 FRAME: 0972

ZIASUN TECHNOLOGIES, INC.,

by

A handwritten signature in black ink, appearing to read "J. Hahn", is written over a horizontal line.

Name:

Title:


SIGNATURE PAGE TO
INVESTTOOLS INC.
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK
REEL: 003496 FRAME: 0973

THINKORSWIM GROUP, INC.,

by


Name: *TOM JOJNOW*
Title: *CEO*

SIGNATURE PAGE TO
INVESTTOOLS INC.
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK
REEL: 003496 FRAME: 0974

THINKORSWIM ADVISORS, INC.,

by

A handwritten signature in black ink, appearing to read 'Tom Sosnoff', is written over a horizontal line.

Name: *TOM SOSNOFF*
Title: *PRESIDENT*

SIGNATURE PAGE TO
INVESTTOOLS INC.
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK
REEL: 003496 FRAME: 0975

THINKORSWIM TECHNOLOGIES, INC.,

by

A handwritten signature in black ink, appearing to read "Tom Sosnoff", written over a horizontal line.

Name: *TOM SOSNOFF*
Title: *CEO*


SIGNATURE PAGE TO
INVESTTOOLS INC.
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK
REEL: 003496 FRAME: 0976

TOS SERVICES, INC.,

by


Name: TOM SOSNOFF
Title: CEO


SIGNATURE PAGE TO
INVESTTOOLS INC.
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK
REEL: 003496 FRAME: 0977

TOS RED, INC.,

by


Name: TOM JOTNOFF
Title: CEO

SIGNATURE PAGE TO
INVESTTOOLS INC.
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK
REEL: 003496 FRAME: 0978

Schedule I

<u>Subsidiary Parties</u>
Prophet Financial Systems, Inc. Online Investors Advantage Incorporated ZiaSun Technologies, Inc. thinkorswim Group Inc. thinkorswim Technologies, Inc. thinkorswim Advisors, Inc. tos Services, Inc. tos Red, Inc.

Schedule II

TRADEMARKS OWNED BY INVESTTOOLS INC.

U.S. Trademark Registrations

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
INVESTTOOLS	2,028,670	01/07/1997
WALL STREET CITY	2,134,871	02/03/1998
5 STEP ONLINE INVESTING FORMULA	2,528,700	01/08/2002
ZIASUN	2,584,528	06/25/2002
ZIASUN	2,587,381	07/02/2002
SECRETS TO ONLINE INVESTING	2,653,231	11/26/2002
TURBOSEARCH	2,827,017	03/30/2004
MAKING MONEY IN THE STOCK MARKET IS NOW AS EASY AS 1, 2, 3	2,697,796	03/18/2003
AUTOANALYZER	2,706,960	04/15/2003
TECHSIGNALS	2,706,961	04/15/2003
INVESTTOOLS	2,723,809	06/10/2003
INVESTTOOLS	2,723,810	06/10/2003
INVESTTOOLS	2,741,378	07/29/2003
INVESTTOOLS INVESTOR EDUCATION (with Logo)	3,198,623	01/16/2007
INVESTTOOLS CURRENCY TRADER (with Logo)	3,201,419	01/23/2007
INVESTTOOLS CURRENCY TRADER (with Logo)	3,201,422	01/23/2007
INVESTTOOLS INVESTOR EDUCATION (with Logo)	3,201,423	01/23/2007

U.S. Trademark Applications

<u>Mark</u>	<u>Application No.</u>	<u>Filing Date</u>
Investtools Logo	77/076,399	01/04/2007
Investtools Logo	77/076,402	01/04/2007
5-STEP INVESTING FORMULA	78/753,620	11/14/2005
INVESTOR TOOLBOX	78/928,154	07/12/2006

TRADEMARKS OWNED BY PROPHET FINANCIAL SYSTEMS

U.S. Trademark Registrations

<u>Mark</u>	<u>Registration No</u>	<u>Registration Date</u>
PROPHETCHARTS	2,323,525	02/29/2000
TDC	2,323,607	02/29/2000
PROPHETDIRECT	2,337,735	04/04/2000
THE DAILY PROPHET	2,345,496	04/25/2000
CHARTS2GO	2,347,154	05/02/2000
PROPHETSTATION	2,408,594	11/28/2000
CHARTTOPPERS	2,434,105	03/06/2001
SNAPCHARTS	2,434,106	03/06/2001
GET WIRED TO THE MARKET	2,440,588	04/03/2001
THE BAR-SO-FAR	2,461,897	06/19/2001
CHARTSTREAM	2,550,134	03/19/2002
PROPHET LIVE	2,578,795	06/11/2002
PROPHETFINANCE.COM	2,583,058	06/18/2002
SEIZE THE TRADE	2,665,034	12/24/2002
PROPHET.NET	2,732,314	07/01/2003
CHARTSCOPE	2,853,942	06/15/2004
PROPHET	3,176,819	11/28/2006

TRADEMARKS OWNED BY THINKORSWIM GROUP, INC.

U.S. Trademark Registrations

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
THINKORSWIM	2,568,003	05/07/2002
THINKANYWHERE	2,914,755	12/28/2004

U.S. Trademark Applications

<u>Mark</u>	<u>Application Date</u>	<u>Application No.</u>
TOS LIQUID and design	10/10/2003	76/550,686
TOSLIQUID	11/21/2003	76/561,375
THINKPIPES	07/11/2006	78/926,499